

Head Office: 812, Tulsiani Chambers, 212, Nariman Point, Mumbai - 400 021. Tel: 91-22-4920 4089 / 2282 4089 Fax: 91-22-4920 4081 / 2284 1281 Email: info@mangalamorganics.com

Web: www.mangalamorganics.com CIN-L24110MH1981PLC024742 Factory: Village Kumbhivali, Savroli-Kharpada Road, Khalapur-410 202, Dist. Raigad (Maharashtra) Tel. 02192 - 276140

E-mail: info@mangalamorganics.com

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March 16, 2018

To,
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai-400 001, India

Ref: Scrip code - 514418

Sub: Results of Postal ballot Voting (including e-voting) along with the Scrutinizer's Report

Dear Sir/ Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Regulations") read with SEBI Circular No. CIR/CFD/CMD/8/2015 dated November 04, 2015 and other relevant provisions, if any, of the Regulations, please find enclosed herewith details of voting results declared today in Annexure I along with Scrutinizer's Report through postal ballot in respect of the below resolutions.

- Special Resolution under section 14 of the Companies Act, 2013 to adopt new set of Articles of Association of the company in conformity with the Companies Act, 2013.
- 2. Special Resolution under Section 68 of the Companies Act, 2013 for buyback of 6,10,000 equity shares of the Company (representing 6.74% of the total number of equity shares) from all the equity shareholders on a proportionate basis through the "Tender Offer" route as prescribed under the Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 at a price of Rs. 230/- per equity share for an amount aggregating to Rs. 14,03,00,000/-.

Please note that for the purpose of disclosure, invalid votes have not been considered.

We request you to kindly take the aforesaid details on your record.

Thanking You,

Yours Sincerely,

For Mangalam Organics Limited

PANNKA OUJODWALA MANAGING DIRECTOR Din 00546353

Encl: As above







# Mangalam Organics Limited

Postal Ballot - Voting Results

Date of the AGM/ EGM/ Declaration of Results of Postal Ballot (including e-voting)	March 16, 2018
Total number of shareholders on record date(i.e., February 02, 2018 – cut-off date for voting purpose)	9322
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	Not Applicable

#### Agenda- wise Disclosure

# Resolution 1: Adoption of New Set of Articles of Association of the Company

Resolution required: (Ordinary/ Special)		Special Resolution						
Whether promagenda/resolution	oter/ promoter group are ion?	interested in the			<i>-</i>	No		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – infavour	No. of Votes – against	% of Votes in favour on votes p olled  (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and	E-Voting	4246211	4246211	(3)=[(2)/(1)]* 100 100.00	4246211	0	100	0
Promoter and	Poll	7240211	0	0	0	0	0	0
Group	Postal Ballot		0	0	0	0	0	0
	Total	4246211	4246211	100.00	4246211	0	100	0
Public-	E-Voting	0	0	0	0	0	0	0
Institutions	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non	E-Voting	4806469	130	0.0027	130	0	100	0
Institutions	Poll		0	0	0	0	0	0
	Postal Ballot		707132	14.7121	704981	2151	99.6958	0.3042
	Total	4806469	707262	14.7148	705111	2151	99.6959	0.3041
	Total •	9052680	4953473	54.7183	4951322	2151	99.9566	0.0434



Resolution 2: Approval for Buyback of Equity Shares of the Company through the Tender Offer Route

Resolution required: (Ordinary/ Special)		Special Resolution						
Whether prom agenda/resolut	oter/ promoter group are ion?	interested in the				No		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – infavour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)		(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	
Promoter and	E-Voting	4246211	4246211	100.00	4246211	0	100	0
Promoter	Poll		0	0	0	0	0	0
Group	Postal Ballot		0	. 0	0	0	0	0
	Total	4246211	4246211	100.00	4246211	0	100	0
Public-	E-Voting	0	0	0	0	0	0	0
Institutions	Poll		0	0 .	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non	E-Voting	4806469	130	0.0027	130	0	0	0
Institutions	itions Poll		0	0	0	0	0	0
	Postal Ballot		706632	14.7017	705481	1151	99.8371	0.1629
	Total	4806469	706762	14.7044	705611	1151	99.8371	0.1629
	Total	9052680	4952973	54.7128	4951822	1151	99.9768	0.0232



# YOGESH SHARMA

#### **COMPANY SECRETARY**

Yogesh M. Sharma M.Com, M.Phil, M.M.M, M.F.M, LLB, ACS. Phone Office: 25952322

Email ID: csymsharma@gmail.com

Mob No. 9833124864

### **SCRUTINIZER'S REPORT**

Date: 16/03/2018

To,

The Chairman,

**Mangalam Organics Limited** 

CIN: L24110MH1981PLC024742

Regd. Off: Kumbhivali Village,

Savroli Kharpada Road,

Taluka Khalapur, Khopoli - 410203

Scrutinizers Report on Postal Ballot including voting by electronic means in respect of passing of resolutions contained in the Notice dated February 02, 2018 through Postal Ballot.

Dear Sir,

I Yogesh Sharma, Practicing Company Secretary have been appointed as Scrutinizer by the Board of Directors of Mangalam Organics Limited (the Company) for scrunitinizing postal ballot including voting by electronic means in respect of passing of the resolutions contained in the Notice dated February 02, 2018 through Postal Ballot.

The management of the Company is responsible to ensure the compliance with the requirements of the relevant provision of (i) of the Companies Act 2013 and the Rules made thereunder and (ii) the Listing Agreement with the Stock Exchanges, relating to postal ballot voting including voting through electronic means. My responsibility as a Scrutinizer is restricted to making a Scrutinizers report of the votes cast by the members for the resolution contained in Notice dated February 02, 2018, based on the reports generated by the e-voting system provided by Central Depository Services Limited (CDSL), the authorized agency engaged by the

company to provide e-voting facilities for e-voting and scrutiny of the postal ballot received till the time fixed for closing of the voting process i.e till 5 p.m on March 16, 2018.

I submit my report as under:

- After the time fixed for closing of e-voting i.e 5 p.m on March 16, 2018, a final electronic report of the e-voting was generated by me by accessing the data available to me from the website of https://www.evotingindia.com of CDSL, the authorized agency to provide e-voting facility. Data regarding the e-votes was diligently scrutinized.
- The physical postal ballots received till the closure of working hours on March 16, 2018 were diligently scrutinized and reconciled with the records maintained by the Company through Universal Capital Securities Private Limited, the Registrar and Transfer Agents of the Company.

The result of the scrutiny of the above postal ballot voting including voting by electronic means in respect of passing of the resolutions contained in the notice dated February 02, 2018 through postal ballot, is as under:

# 1) Special Resolution- Adoption of New Articles of Association

a) Voted in favour of the Resolution:

Postal Ballot Voting	Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	97	704981	99.70%
e-voting	12	4246341	100%
Total	109	4951322	99.96%

#### b) Voted Against the Resolution:

Postal Ballot Voting		Number of votes cast by them	% of total number of valid votes cast
Physical	6	2151	0.30%
e-voting	0	0	0
Total	6	2151	0.04%

Address: 'B-1' Neha Apartment, Opp. Dr. Badwaik's Hospital, LBS Marg, Bhandup (W), Mark

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#### c) Invalid Votes:

Postal Ball Voting	ot Number of Members who voted	Number of votes cast by them
Physical	3	401
e-voting	0	0
Total	3	401

Based on the number of votes i.e. 99.96% cast in favour of the resolution, I report that the said Special Resolution is passed by the requisite majority.

# 2) Special Resolution - Approval for buyback of equity shares through the tender offer route;

## a) Voted in favour of the Resolution:

Postal Ballot Voting	Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	98	705481	99.83%
e-voting	12	4246341	100%
Total	110	4951822	99.98%

# b) Voted Against the Resolution:

Postal Ballot Voting	Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	6	1151	0.17%
e-voting	0	0	0
Total	6	1151	0.02%

#### c) Invalid Votes:

Postal Ballot Voting	Number of Members who voted	Number of votes cast by them
Physical	3	401
e-voting	0	0
Total	3	401



Based on the number of votes i.e. 99.98% cast in favour of the resolution, I report that the said Special Resolution is passed by the requisite majority.

3. The electronic data along with the postal ballots and all other relevant records relating to e-voting and the postal ballot received is under my custody and will be handed over to the Company Secretary for preserving safely after chairman signs of minutes.

Thanking You, Yours Faithfully,

CS YOGESH M. SHARMA

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ACS - 33235 C.P. No. 12366

Date: March 16, 2018

Place: Mumbai